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FUTABA CORPORATION OF AMERICA  
TRANS-TRON LTD., INC.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
DELPHI CORPORATION <u>et al.</u> <sup>1</sup>	:	Case No. 05-44481 (RDD)
Debtors.	:	(Jointly Administered)

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**FUTABA CORPORATION OF AMERICA AND TRANS-TRON LTD., INC.'S JOINDER  
IN QUASAR'S OBJECTION TO SUPPLIER AGREEMENT ASSUMPTION  
PROCEDURES MOTION**

**COMES NOW** Futaba Corporation of America ("FCA") and its wholly owned subsidiary Trans-Tron Ltd., Inc. ("TTL" and collectively with FCA, "FCA/TTL"), and files its

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<sup>1</sup> In addition to Delphi, the following entities are debtors in these related cases: ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources, LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Services Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc, Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

Joinder in Quasar's Objection to Supplier Agreement Assumption Procedures Motion (the "Joinder"). In support of this Joinder, FCA/TTL states as follows:

1. FCA/TTL are suppliers of component parts to one or more of the Debtors.
2. On November 18, 2005, the Debtors filed their Motion for an Order Under 11 U.S.C. § 363(b) and 365(a) and Fed. R. Bankr. P. 9019 Approving Procedures to Assume Certain Amended and Restated Sole Source Supplier Agreements (the "Supplier Agreement Assumption Procedures Motion").
3. On November 23, 2005, Quasar Industries, Inc. ("Quasar") filed its Objection to Supplier Agreement Assumption Procedures Motion (the "Objection").
4. FCA/TTL joins with Quasar and hereby objects to the Supplier Agreement Assumption Procedures Motion to the extent it seeks to bind suppliers of parts to the Debtors ("Suppliers") to agreements to assume those Suppliers' executory contracts to terms less favorable than those required by the Bankruptcy Code without the affirmative execution of those agreements by those Suppliers. FCA/TTL hereby incorporates those arguments advanced by Quasar in its Objection.

**WHEREFORE**, FCA/TTL respectfully requests that approval of the Supplier Agreement Assumption Motion be denied to the extent it bind a supplier to the terms of assumption stated in the motion without that supplier having explicitly agreed, via the execution of an Assumption Agreement, to the assumption of its executory contract on those terms.

Dated: Birmingham, Alabama  
November 28, 2005

BURR & FORMAN LLP

By:/s/ D. Christopher Carson  
D. Christopher Carson (pro hac granted)  
Marc P. Solomon (pro hac granted)

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